

EXHIBIT E

BROWNFIELD PARTNERS, LLC

Stuart L. Miner
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Environmental Consultants to the Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	Chapter 11
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	:	
f/k/a General Motors Corp., <i>et al.</i>	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
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CERTIFICATION OF STUART L. MINER

I, Stuart L. Miner certify as follows:

1. I am a partner of Brownfield Partners, LLC (“Brownfield Partners”). I submit this certification with respect to the third interim application (the “Fee Application”) of Brownfield Partner, environmental consultants to Motors Liquidation Company (f/k/a General Motors Corporation) (“GM”) and its affiliated debtors, as debtors in possession (collectively, the “Debtors”), for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred for the period February 1, 2010 through May 31, 2010.

2. I make this certification in accordance with General Order M-151, Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases, adopted by the United States Bankruptcy Court for the Southern District of New York on April 19, 1995 (the “Local Guidelines”) and United States Trustee Fee Guidelines, (“UST Guidelines”). In connection therewith, I hereby certify that:

a. I have read the Fee Application;

b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought in the Fee Application fall within the Local Guidelines and the UST Guidelines;

c. the fees and disbursements sought are charged in accordance with practices customarily employed by Brownfield Partners and generally accepted by Brownfield Partners' clients; and

d. in providing a reimbursable service, Brownfield Partners does not make a profit on that service, whether the service is performed by Brownfield Partners in-house or through a third party.

3. As required by Section B. 2 of the Local Guidelines, I certify that all of Brownfield Partners' Monthly Statements were sent to (i) the Debtors; (ii) counsel for the Debtors; (iii) counsel to the Creditors' Committee; and (iv) Office of the United States Trustee for the Southern District of New York.

4. As required by Section B. 3 of the Local Guidelines, I certify that (i) the Debtors; (ii) counsel for the Debtors; (iii) counsel to the Creditors' Committee; and (iv) Office of the United States Trustee for the Southern District of New York will each be provided with a copy of this Fee Application at least fourteen (14) days in advance of the hearing to consider the Fee Application.

5. I certify the foregoing to be true and correct.

Dated: Denver, Colorado
August 5, 2010

/s/ Stuart L. Miner
Stuart L. Miner, Partner